

Rachel M. Walsh (SBN 250568)
rwalsh@goodwinlaw.com
GOODWIN PROCTER LLP
Three Embarcadero Center
San Francisco, CA 94111
Tel.: (415) 733-6000
Fax.: (415) 677-9041

Robert D. Carroll (*pro hac vice application*
forthcoming)
rcarroll@goodwinlaw.com
Todd Marabella (*pro hac vice application*
forthcoming)
tmarabella@goodwinlaw.com
GOODWIN PROCTER LLP
100 Northern Avenue
Boston, MA 02210
Tel: (617) 570-1000
Fax: (617) 523-1231

Attorneys for Plaintiff WestBridge Capital
Management, LLC D/B/A WestBridge Capital

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

WESTBRIDGE CAPITAL
MANAGEMENT, LLC D/B/A
WESTBRIDGE CAPITAL,

Plaintiff,

v.

WESTBRIDGE CAPITAL, LTD.,

Defendant.

Case No. _____

COMPLAINT FOR:

- 1) TRADEMARK
INFRINGEMENT
(15 U.S.C. § 1114);**
- 2) TRADEMARK
INFRINGEMENT
(15 U.S.C. § 1125(a));**
- 3) TRADEMARK
INFRINGEMENT
(California Common Law);**
- 4) UNFAIR COMPETITION
(Cal. Bus. & Prof. Code § 17200)**

DEMAND FOR JURY TRIAL

COMPLAINT

COMPLAINT

1. Plaintiff WestBridge Capital Management, LLC d/b/a WestBridge Capital (“WestBridge Capital”) brings this action for trademark infringement against Westbridge Capital, Ltd. (“Defendant”).

2. This is a case about Defendant’s unauthorized use of the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks in connection with its competing investment services in the United States without authorization, in violation of federal and state law. Through these acts, Defendant has gained an unfair competitive advantage in the same market of services for which WestBridge Capital, along with its advisory affiliates – including WestBridge Capital US Advisors LP (collectively the “WestBridge Capital Group”) – have invested substantial resources to develop its brand and goodwill over the last twenty-three years.

3. WestBridge Capital is an investment management firm, domiciled in Mauritius, with more than \$7 billion of assets under management across multiple jurisdictions, and under common control with WestBridge Capital US Advisors, LP (“WestBridge Capital US”), a United States investment advisor that is registered with the U.S. Securities and Exchange Commission (“SEC”), including as a Relying Advisor, and located in this District in San Mateo, California. WestBridge Capital provides its investment advisory and management services to its client funds which invest in a variety of companies across various industries, including technology, consumer retail, healthcare and financial services in California and throughout the United States.

4. The WestBridge Capital Group has developed globally into a major investment firm. The WestBridge Capital Group was founded in 2000 and the team has to date, raised more than \$3.5 billion and made investments in more than 150 companies across the United States, India and Southeast Asia across several sectors. The WestBridge Capital Group today has a diverse portfolio of investments in a variety of industries including but not limited to, financial services, consumer retail, technology, healthcare, and aviation.

5. The WestBridge Capital Group has used the trademarks WESTBRIDGE and WESTBRIDGE CAPITAL to refer to its investment services since 2000 and has expended substantial resources and efforts in establishing goodwill in those terms.

6. WestBridge Capital owns multiple trademarks which are comprised of or include the mark WESTBRIDGE. For instance, WestBridge Capital's trademark portfolio includes multiple federally registered trademarks, including, but not limited to trademarks for WESTBRIDGE (U.S. Reg. No. 5,114,220); and WESTBRIDGE CAPITAL (U.S. Reg. Nos. 2,546,319 and 5,122,751), with the earliest trademark application being filed as early as June 2000 with a registration receipt in March 2002.

7. WestBridge Capital also owns common law trademark rights in the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks, based on WestBridge Capital's long use of those marks in reference to its services since 2000.

8. On information and belief, Defendant is a Canadian private equity firm that also invests in multiple companies across various industries and jurisdictions, and many of such industries overlap with those served by WestBridge Capital.¹

9. On information and belief, Defendant has sought to siphon away WestBridge Capital's goodwill through Defendant's unauthorized use of the term, "Westbridge Capital" to market and sell substantially similar services in the same markets.

10. By this action, WestBridge Capital seeks relief from Defendant's willful and unlawful conduct. Defendant's conduct constitutes federal trademark infringement (15 U.S.C. §§ 1114 and 1125(a)), false designation of origin (15 U.S.C. § 1125(a)), common law trademark infringement, and unfair competition (Cal. Bus. & Prof. Code § 17200).

THE PARTIES

11. Plaintiff WestBridge Capital is an investment management firm incorporated under the laws of Mauritius with its principal office located at Apex House, Bank Street, TwentyEight, Cybercity Ebene 72201, Mauritius.

12. Plaintiff WestBridge Capital's U.S. affiliate, WestBridge Capital US, which also operates using the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks, is headquartered in this District at 520 S. El Camino Real, Suite 900, San Mateo, California, 94402.

¹ <https://www.westbridgecapital.ca/portfolio>

JURISDICTION AND VENUE

14. This is an action for injunctive and other relief under the Federal Trademark Act, 15 U.S.C. § 1051, et seq. (“Lanham Act”), particularly 15 U.S.C. §§ 1114 and 1125, for trademark infringement, unfair competition and false designation. WestBridge Capital also asserts claims under California state law for common law trademark infringement and unfair competition.

15. This Court has jurisdiction over this action pursuant to 28 U.S.C. §§ 1331, 1338(a), and 1338(b). This Court also has jurisdiction pursuant to 15 U.S.C. § 1121(a), 28 U.S.C. § 1332, and the doctrine of supplemental jurisdiction. This Court has supplemental jurisdiction over WestBridge Capital's claims for Defendant's breaches of California law pursuant to 28 U.S.C. § 1367.

16. This Court has personal jurisdiction over Defendant including for the reasons that Defendant has conducted and continues to conduct business in California when Defendant (i) sells investment services to companies in California and transacts or solicits business and services through advertising, offering for sale and selling products and services which infringes rights that WestBridge Capital has in California; and (ii) committed acts of trademark infringement, false designation of origin and unfair competition, as more fully described below, in whole or in part, in California. In addition, Defendant, directly and/or through its distribution networks, regularly places its services within the stream of commerce with the knowledge and/or understanding that such services will be sold in California.

17. Venue is proper under 28 U.S.C. §§ 1391(b) and 1391(c) because Defendant does business in California, WestBridge Capital's U.S. affiliate operates from this District, and/or the wrongful acts committed by Defendant occurred in and are causing injury to WestBridge Capital in California.

FACTS

WestBridge Capital's Significant Investment in its Brand

1 18. Founded in 2000, the WestBridge Capital Group is an experienced investment
2 management firm, managing over \$7 billion of capital deployed across multiple investment funds.
3 Since its founding, the WestBridge Capital Group has expended significant efforts to protect its brand
4 including by registering it across several jurisdictions including the US.

5 19. In particular, the WestBridge Capital Group has operated within the United States
6 under the WESTBRIDGE and WESTBRIDGE CAPITAL marks for more than two decades and has
7 built an especially strong business presence in California and has invested millions of dollars into
8 companies based in the United States. The WestBridge Capital Group also has a substantial U.S.-
9 based investor base, including university endowments, foundations, and family offices.

10 20. WestBridge Capital US, the SEC registered US investment advisory firm, operates
11 from this District in San Mateo, CA, and employs an 18+ member team including several senior
12 investment professionals as well as its Chief Financial Officer and Chief Compliance Officer.

13 **WestBridge Capital Invests In and Protects Its Intellectual Property Rights**

14 21. The WestBridge Capital Group has spent considerable efforts in establishing,
15 developing, and promoting the WESTBRIDGE and WESTBRIDGE CAPITAL marks including its
16 website at <https://www.westbridgecap.com/>.

17 22. The WESTBRIDGE and WESTBRIDGE CAPITAL marks have been featured in
18 multiple media publications, including *Forbes*, *Mint*, *TechCrunch*, *The Economic Times*, *Technode*
19 *Global*, *Deal Street Asia*, as well as many private equity focused media publications, including
20 *Private Equity Insights*, always in reference to the WestBridge Capital Group or its services.

21 23. The WestBridge Capital Group has also expended substantial time and expense in
22 marketing its services under the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks. For
23 example, WestBridge Capital and its advisory affiliates prominently display the registered
24 WESTBRIDGE and WESTBRIDGE CAPITAL trademarks not only on websites, landing pages,
25 software, and mobile apps, but also in its marketing materials such as business cards, brochures,
26 conference materials, and pitch decks.

27 24. As a result of its efforts, the WestBridge Capital Group has developed substantial
28 goodwill in its brand.

1 similar name “Westbridge Capital.” *See, e.g.,* www.westbridgecapital.ca (landing page)
2 (“Westbridge Capital is a private equity firm that builds relationships with stable, profitable
3 businesses.”). As such, Defendant acts as a competitor to the WestBridge Capital Group by
4 providing investment services to mature operating companies with a focus on assisting with the
5 companies’ strategy, operations, management recruiting, fundraising and more.

6 31. On information and belief, Defendant has continuously used the term “Westbridge
7 Capital” without authorization in connection with soliciting consumers and providing investment
8 services within California and other states. Defendant has made efforts to “expand[] its operations in
9 North America,” in particular, the United States.² In fact, Defendant has invested in at least nine
10 manufacturing, industrial, and/or technology companies throughout the United States.

11 32. On information and belief, Defendant invests in overlapping classes of companies as
12 WestBridge Capital. For example, both the WestBridge Capital Group and the Defendant invest in
13 companies focused on industrial equipment, information technology, and consumer retail.

14 33. On information and belief, Defendant invests and continues to invest in companies
15 operating in California and other U.S. states.

16 34. As but one example, on information and belief Defendant acquired Intimo Industry –
17 a California-based manufacturer serving “the needs of the ever-changing apparel industry.”

18 35. Also, Defendant has invested in Creative Maintenance Systems – a California-based
19 CleanTech company providing “janitorial services which include janitorial cleaning, floor and carpet
20 maintenance, porter service, COVID and disinfectant cleaning, pressure washing, window cleaning,
21 and upholstery cleaning, enabling businesses to receive hassle-free cleaning services.”

22 36. Defendant’s investments in California and other U.S. states are further evidenced by
23 their filings with the United States Securities and Exchange Commission (SEC). On March 6th, 2023,
24 Defendant filed a Form D Notice of Exempt Offering of Securities with the SEC regarding an
25 amendment to a pooled investment fund.³

26
27 ² <https://www.westbridgecapital.ca/about>

28 ³ [https://www.sec.gov/Archives/edgar/data/1843402/000150794323000021/xslFormDX01/
primary_doc.xml](https://www.sec.gov/Archives/edgar/data/1843402/000150794323000021/xslFormDX01/primary_doc.xml)

1 37. The WestBridge Capital Group and Defendant market their services through
2 overlapping marketing channels insofar as they use the internet, hard-copy publications, and direct and
3 electronic mail to market their services.

4 38. In addition, Defendant maintains a website with a URL that is confusingly similar to
5 the URL of WestBridge Capital's website, which attracts the same market of companies and potential
6 investments. To illustrate, WestBridge maintains a website with the URL, <https://westbridgecap.com/>,
7 while Defendant maintains a website with the confusingly similar URL,
8 <https://www.westbridgecapital.ca/>.

9 39. On information and belief, Defendant was aware of the WESTBRIDGE and
10 WESTBRIDGE CAPITAL trademarks, and willfully adopted the "Westbridge Capital" name with the
11 intent to exploit WestBridge Capital's goodwill in those marks.

12 40. Defendant was additionally on constructive notice of WestBridge Capital's rights in
13 WESTBRIDGE and WESTBRIDGE CAPITAL, because of the existence of WestBridge Capital's
14 incontestable trademark registrations and because both the WestBridge Capital Group and Defendant
15 compete in similar markets and in overlapping geographical areas.

16 41. On information and belief, Defendant has adopted its infringing trademark and
17 intentionally directed its investment activities to companies in the United States including California.

18 42. WestBridge Capital has never authorized Defendant to use WESTBRIDGE or
19 WESTBRIDGE CAPITAL or any confusingly similar marks or logos.

20 **Defendant's Unlawful Acts Have, and Will Continue to, Injure WestBridge Capital**

21 43. Defendant's use of the "Westbridge Capital" trademark, which is identical and
22 confusingly similar to WestBridge Capital's WESTBRIDGE and WESTBRIDGE CAPITAL
23 trademarks, in connection with services that are similar to those offered by the WestBridge Capital
24 Group, is likely to cause confusion, mistake, and deception among the WestBridge Capital Group's
25 customers and potential customers, vendors, and the general public, and to cause individuals and
26 businesses to erroneously believe that Defendant is somehow affiliated, connected, or otherwise
27 associated with the WestBridge Capital Group, or that the WestBridge Capital Group has sponsored or
28 approved the use of marks similar to the WESTBRIDGE and WESTBRIDGE CAPITAL marks by

1 Defendant, all to the irreparable harm and detriment of the WestBridge Capital Group, and the
2 substantial goodwill it has developed in the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks.

3 44. The WestBridge Capital Group has and will continue to experience harm from
4 Defendant's infringement not only in California, but also throughout the United States where Defendant
5 has used the term "Westbridge Capital" without authorization in connection with investment services.

6 45. Defendant's use of the confusingly similar term "Westbridge Capital" is not only likely
7 to cause monetary damages to the WestBridge Capital Group, but also is likely to cause consumer
8 confusion and irreparable harm to the goodwill of the WestBridge Capital Group. As a result,
9 Defendant's use of the term "Westbridge Capital," or any designation confusingly similar thereto, should
10 be preliminarily and permanently enjoined.

11 **CLAIMS FOR RELIEF**

12 **COUNT I**

13 **(Trademark Infringement—15 U.S.C. § 1114)**

14 46. WestBridge Capital re-alleges and incorporates each and every allegation of the
15 foregoing paragraphs as though fully set forth herein.

16 47. As described above, WestBridge Capital is the owner of federal trademark Registration
17 Nos. 2,546,319; 5,114,220; and 5,122,751 for the WESTBRIDGE and WESTBRIDGE CAPITAL
18 marks.

19 48. WestBridge Capital's ownership and use of the WESTBRIDGE and WESTBRIDGE
20 CAPITAL trademarks in commerce predates any use by Defendant of the confusingly similar
21 "Westbridge Capital" term.

22 49. Since at least as early as July 2021, Defendant has been on actual notice of WestBridge
23 Capital's prior use, ownership, and registration of the WESTBRIDGE and WESTBRIDGE CAPITAL
24 marks, because WestBridge Capital contacted Defendant multiple times, informing Defendant of its
25 registrations and rights in the WESTBRIDGE and WESTBRIDGE CAPITAL marks, and of
26 Defendant's infringement.
27
28

1 50. Defendant's conduct represents a willful and intentional attempt to free ride off of the
2 goodwill associated with the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks owned by
3 WestBridge Capital.

4 51. Defendant has used the term "Westbridge Capital" in interstate commerce in connection
5 with the sale, offering for sale, distribution, and/or advertising of its competing goods or services
6 without authorization.

7 52. With full knowledge and awareness of WestBridge Capital's ownership and prior use of
8 the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks, Defendant has intentionally used in
9 commerce, and upon information and belief, unless enjoined will continue to intentionally use the
10 accused infringing term "Westbridge Capital," which use is likely to cause confusion, or to cause
11 mistake, or to deceive.

12 53. Defendant's use in commerce of the term "Westbridge Capital," as described above,
13 constitutes trademark infringement in violation of 15 U.S.C. § 1114 in that it is without WestBridge
14 Capital's consent and is likely to cause confusion, mistake, and/or deception with respect to WestBridge
15 Capital's registered trademark, all to the irreparable injury of WestBridge Capital and the goodwill it
16 has developed in the WESTBRIDGE and WESTBRIDGE CAPITAL marks.

17 54. Defendant's acts constitute infringement of a federal trademark registration in violation
18 of § 32 of the Lanham Act, 15 U.S.C. § 1114.

19 55. Defendant's acts have harmed the WestBridge Capital Group's reputation and goodwill.

20 56. Defendant's acts have caused and will cause irreparable injury to WestBridge Capital,
21 and unless said acts are restrained by this Court, they will continue and WestBridge Capital will
22 continue to suffer great and irreparable injury. As such, WestBridge Capital has no adequate remedy at
23 law, and is thus entitled to injunctive relief in addition to damages.

24
25
26
27
28 **COUNT II**

(False Designation of Origin—15 U.S.C. § 1125(a))

57. WestBridge Capital re-alleges and incorporates each and every allegation of the foregoing paragraphs as though fully set forth herein.

58. As described above, the WestBridge Capital Group has used the WESTBRIDGE and WESTBRIDGE CAPITAL marks exclusively since 2000.

59. The WESTBRIDGE and WESTBRIDGE CAPITAL marks are distinctive and have acquired meaning among consumers, who associate the trademarks with the WestBridge Capital Group.

60. WestBridge Capital's ownership and use in commerce of the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks predates the use by Defendant of the confusingly similar term "Westbridge Capital."

61. On information and belief, given the fame of WestBridge Capital's WESTBRIDGE and WESTBRIDGE CAPITAL trademarks and WestBridge Capital's communications with Defendant, Defendant's conduct represents a willful and intentional attempt to free-ride on of the goodwill associated with WestBridge Capital's brand.

62. Defendant uses the infringing "Westbridge Capital" term in interstate commerce in connection with the advertising of its private equity services and, upon information and belief, will continue to use that mark in interstate commerce in connection with the distribution and additional marketing of its products and services.

63. Defendant's use in commerce of the "Westbridge Capital" term, as described above, constitutes false designation of origin in violation of 15 U.S.C. § 1125(a)(1)(A) in that it is likely to cause confusion, to cause mistake, or to deceive as to the affiliation, connection, or association of Defendant with the WestBridge Capital Group and/or as to the origin, sponsorship, or approval by the WestBridge Capital Group of Defendant's goods, services, or commercial activity, and will

1 irreparably harm the WestBridge Capital Group and the goodwill it has developed in the
2 WESTBRIDGE and WESTBRIDGE CAPITAL trademarks.

3 64. On information and belief, Defendant has and will continue to realize substantial
4 revenues, profits, and other benefits rightfully belonging to WestBridge Capital as a result of its
5 wrongful conduct.
6

7 65. Defendant's acts have harmed and will harm the WestBridge Capital Group's
8 reputation and goodwill.

9 66. Defendant's acts have caused and will cause great and irreparable injury to
10 WestBridge Capital, and unless these acts are restrained by this Court, they will continue and
11 WestBridge Capital will continue to suffer great and irreparable injury. As such, WestBridge
12 Capital has no adequate remedy at law, and is thus entitled to injunctive relief in addition to
13 damages.
14

15 **COUNT III**

16 **(California Common Law Trademark Infringement)**

17 67. WestBridge Capital re-alleges and incorporates each and every allegation of the
18 foregoing paragraphs as though fully set forth herein.

19 68. As described above, the WestBridge Capital Group has been using the WESTBRIDGE
20 and WESTBRIDGE CAPITAL trademarks in connection with its business and services since 2000.
21

22 69. WestBridge Capital's ownership and use in commerce of the WESTBRIDGE and
23 WESTBRIDGE CAPITAL trademarks predates the use by Defendant of any confusingly similar terms.

24 70. Prior to Defendant's unlawful acts as alleged herein, the WestBridge Capital Group has
25 achieved wide-spread and substantial use by consumers of its services under the WESTBRIDGE and
26 WESTBRIDGE CAPITAL trademarks in the United States including within the State of California.
27
28

71. Defendant's conduct is a willful and intentional attempt to free-ride on of the goodwill associated with the WESTBRIDGE and WESTBRIDGE CAPITAL trademarks.

72. Defendant's use in commerce of the confusingly similar "Westbridge Capital" term constitutes common law trademark infringement in that it is without WestBridge Capital's consent and creates a likelihood of confusion as to source.

73. Defendant's acts constitute common law infringement of a trademark in violation of California law.

74. Defendant's acts have harmed and will harm the WestBridge Capital Group's reputation and goodwill.

75. Defendant's acts have caused and will cause great and irreparable injury to WestBridge Capital, and unless said acts are restrained by this Court, they will continue and WestBridge Capital will continue to suffer great and irreparable injury. As such, WestBridge Capital has no adequate remedy at law, and is thus entitled to injunctive relief in addition to damages.

COUNT IV

(California Unfair Competition—Cal. Bus. & Prof. Code § 17200)

76. WestBridge Capital re-alleges and incorporates each and every allegation of the foregoing paragraphs as though fully set forth herein.

77. Defendant's acts, as alleged above, constitute unlawful and/or unfair business practices in violation of California Unfair Competition Law, Cal. Bus. & Prof. Code § 17200.

78. Defendant's acts are unlawful and unfair because they have created, and are likely to create, confusion with consumers and the marketplace as to the source of origin, sponsorship, or approval of its products, in that purchasers have believed and/or are likely to believe, that Defendant's products and services are in fact somehow affiliated with the WestBridge Capital

1 Group. By reason of the foregoing, WestBridge Capital has been injured in an amount not yet
 2 ascertained and is entitled to the remedies provided for it in § 17200 of the California Business and
 3 Professions Code.

4 79. On information and belief, Defendant has realized and will continue to realize
 5 substantial revenues, profits, and other benefits rightfully belonging to WestBridge Capital as a
 6 result of its wrongful conduct.

7 80. Defendant's acts have harmed and will harm the WestBridge Capital Group's
 8 reputation and goodwill.

9 81. Defendant's acts have caused and will cause great and irreparable injury to
 10 WestBridge Capital, and unless said acts are restrained by this Court, they will continue and
 11 WestBridge Capital will continue to suffer great and irreparable injury. As such, WestBridge
 12 Capital has no adequate remedy at law, and is thus entitled to injunctive relief in addition to
 13 damages.
 14
 15

16 PRAYER FOR RELIEF

17 WHEREFORE, Plaintiff WestBridge Capital respectfully requests that this Court grant:

- 18 A. Judgment against Defendant on all causes of action alleged herein;
 19 B. Compensatory damages, including lost profits and lost business value, in an
 20 amount to be proven at trial;
 21 C. Multiple, exemplary and/or punitive damages as allowed by law;
 22 D. An order, preliminarily and permanently enjoining Defendant, its officers,
 23 agents, servants, employees and attorneys, and all other persons in active concert or
 24 participation with it or them, from infringing the WESTBRIDGE or WESTBRIDGE
 25 CAPITAL marks and from continuing to violate 15 U.S.C. § 1114, 15 U.S.C. § 1125(a),
 26 California common law, and California Business and Professions Code § 17200;
 27
 28

- 1 E. Restitution under California Business and Professions Code § 17200;
2 F. Attorneys' fees and costs of suit incurred herein as allowed by law; and
3 G. All other relief the Court deems just and proper.
4

5 **JURY DEMAND**

6 Plaintiff WestBridge Capital hereby demands a trial by jury on all claims so triable.
7

8 Dated: June 23, 2023

Respectfully submitted,

9
10 /s/ Rachel M. Walsh

11 Rachel M. Walsh (SBN 250568)
12 *rwalsh@goodwinlaw.com*

GOODWIN PROCTER LLP

Three Embarcadero Center

San Francisco, CA 94111

Tel.: +1 415 733 6000

13 Fax.: +1 415 677 9041
14

15 Robert D. Carroll (*pro hac vice application*
16 *forthcoming*)

rcarroll@goodwinlaw.com

17 Todd Marabella (*pro hac vice application*
18 *forthcoming*)

tmarabella@goodwinlaw.com

GOODWIN PROCTER LLP

100 Northern Avenue

Boston, MA 02210

19 Tel: (617) 570-1000
20 Fax: (617) 523-1231

21 *Attorneys for Plaintiff WestBridge Capital*
22 *Management, LLC D/B/A Westbridge Capital*
23
24
25
26
27
28